

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM848358

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BSP Agency, LLC (successor agent to Triangle Capital Corporation)		10/24/2023	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	Travelpro BSI, Inc.		
Street Address:	245 Park Avenue, 38th Floor		
Internal Address:	c/o MidOcean Partners		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10167		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	4860489	BLUESMART	
Serial Number:	86787670	BLUESMART	
Registration Number:	5166332	BLUESMART	
Registration Number:	5309239		
Registration Number:	5151873	TRAVELMORE	
CORRESPONDENCE DATA			
Fax Number:	3105518741		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	3105518755		
Email:	arobertsonbora@gibsondunn.com		
Correspondent Name:	Mandy Robertson-Bora		
Address Line 1:	2029 Century Park East, Suite 4000		
Address Line 2:	Gibson, Dunn & Crutcher LLP		
Address Line 4:	Los Angeles, CALIFORNIA 90067		
ATTORNEY DOCKET NUMBER:	93849-00005		
NAME OF SUBMITTER:	Mandy Robertson-Bora		

CH \$140.00 4860489

SIGNATURE:	/mandy robertson-bora/
DATE SIGNED:	10/24/2023
Total Attachments: 4 source=2023.10.24 BSP Agency, LLC (as Successor) Trademark Release - Travelpro BSI, Inc.(1)#page1.tif source=2023.10.24 BSP Agency, LLC (as Successor) Trademark Release - Travelpro BSI, Inc.(1)#page2.tif source=2023.10.24 BSP Agency, LLC (as Successor) Trademark Release - Travelpro BSI, Inc.(1)#page3.tif source=2023.10.24 BSP Agency, LLC (as Successor) Trademark Release - Travelpro BSI, Inc.(1)#page4.tif	

**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARKS**

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**, dated as of October 24, 2023 (“Release”), is made by BSP Agency, LLC, as successor agent to Triangle Capital Corporation (“Retiring Agent”), as Administrative Agent and Collateral Agent (“Successor Agent”) in favor of Travelpro BSI, Inc., a Delaware corporation (“Grantor”).

WHEREAS, pursuant to that certain Second Lien Security Agreement dated as of May 20, 2016 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “Security Agreement”) by and among the Grantor, Retiring Agent, and other grantors party thereto, and the Trademark Security Agreement dated as of June 28, 2018 (“Trademark Security Agreement”), by and between the Grantor and Retiring Agent, whereby Grantor granted to the Retiring Agent, for the benefit of the Secured Parties, a security interest in all right, title and interest of Grantor in and to any and all Trademark Collateral; and

WHEREAS, the Trademark Security Agreement was recorded at the United States Patent and Trademark Office (“USPTO”) on June 28, 2018 at Reel 6367 Frame 0001;

WHEREAS, pursuant to that certain Resignation and Agency Substitution Agreement dated as of July 31, 2018 (“Agency Resignation Agreement”), by and between the Retiring Agent and the Successor Agent, Retiring Agent resigned as, and Successor Agent was appointed and accepted appointment as the Administrative Agent under the Loan Documents and the Retiring Agent assigned to the Successor Agent all rights under the Loan Documents including the security interests in the Trademark Collateral;

WHEREAS, pursuant to the Agency Resignation Agreement, the Retiring Agent and Successor Agent entered into that Notice of Successor Agent and Assignment of Security Interest (Intellectual Property) dated as of July 31, 2018 (“Successor Notice”); and

WHEREAS, the Successor Notice was recorded at the USPTO on March 11, 2021 at Reel 7232 Frame 0478.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Successor Agent, on behalf of the Secured Parties, and Grantor agree as follows:

SECTION 1. Defined Terms. All capitalized terms used herein but not otherwise defined herein have the meanings given to them in the Security Agreement, Trademark Security Agreement, Agency Resignation Agreement, or Successor Notice, as applicable.

SECTION 2. Termination and Release. Successor Agent, on behalf of the Secured Parties, without any representation, warranty, recourse, or undertaking of any kind (whether express or implied), hereby:

(a) terminates, cancels, discharges, and releases the security interest in all right, title and interest of Grantor in and to any and all Trademark Collateral, including, but not limited to, the foregoing listed on Schedule A attached hereto, granted pursuant to the Security Agreement, Trademark Security Agreement, Agency Resignation Agreement, or Successor Notice; and

(b) authorizes the recordation of this Release with the USPTO at Grantor’s expense.

SECTION 3. Choice of Law. This Release shall be governed by and construed in accordance with the laws of the State of New York.

IN WITNESS WHEREOF, the Successor Agent, on behalf of the Secured Parties, has caused this Termination and Release of Security Interest in Trademarks to be duly executed as of the date first set forth above.

Successor Agent:

BSP Agency, LLC, as successor agent to Triangle Capital Corporation, as Administrative Agent and Collateral Agent

By: 
Name: Mike Frick
Title: Authorized Signatory

Schedule A

Travelpro BSI, Inc.
(Delaware Corporation)

U.S. Trademarks Subject to Security Interest
Granted by Travelpro BSI, Inc.

In Favor of Triangle Capital Corporation, as Administrative and Collateral Agent
Recorded June 28, 2018 at Reel 6367 Frame 0001

Security Interest Assigned in Favor of BSP Agency, LLC, as Successor Agent
Security Interest Assignment Recorded March 11, 2021 at Reel 7232 Frame 0478

TRADEMARK REGISTRATIONS AND APPLICATIONS

Trademark	Application/ Registration Number	Filing Date	Status	Record Owner
Bluesmart	4,860,489	May 12, 2014	Registered	Travelpro BSI, Inc.
Bluesmart	86/787,670	Oct 14, 2015	Pending	Travelpro BSI, Inc.
Bluesmart (Stylized) & Design	5,166,332	Aug 18, 2016	Registered	Travelpro BSI, Inc.
Four Circle Logo (Stylized) & Design	5,309,239	Aug 18, 2016	Registered	Travelpro BSI, Inc.
Travelmore	5,151,873	Oct 27, 2015	Registered	Travelpro BSI, Inc.